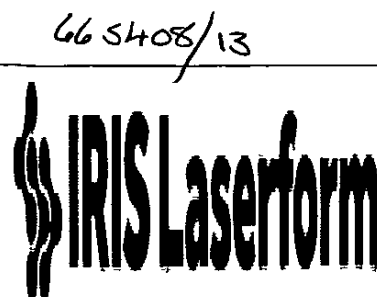


# MR01

## Particulars of a charge



**A fee is payable with this form**  
Please see 'How to pay' on the  
last page

**You can use the WebFiling service to file this form online**  
Please go to [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

☒ **What this form is for**  
You may use this form to register  
a charge created or evidenced by  
an instrument

☒ **What this form is NOT for**  
You may not use this form to  
register a charge where there is no  
instrument Use form MR08

For further information, please  
refer to our guidance at  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

This form **must be delivered to the Registrar for registration within 21 days** beginning with the day after the date of creation of the charge. If delivered outside of the 21 days it will be rejected unless it is accompanied by a court order extending the time for delivery

☒ You **must** enclose a certified copy of the instrument with this form. This will be scanned and placed on the public record

WEDNESDAY



\*A30MCVMX\*  
A27 29/01/2014 #214  
COMPANIES HOUSE

### 1 Company details

Company number 0 5 8 5 7 5 7 9  
Company name in full KEE SAFETY INTERNATIONAL LIMITED

**Filing in this form**  
Please complete in typescript or in  
bold black capitals  
All fields are mandatory unless  
specified or indicated by \*

### 2 Charge creation date

Charge creation date 2 4 0 1 2 0 1 4

### 3 Names of persons, security agents or trustees entitled to the charge

Please show the names of each of the persons, security agents or trustees  
entitled to the charge

Name	LDC (MANAGERS) LIMITED
Name	
Name	
Name	
Name	

If there are more than four names, please supply any four of these names then  
tick the statement below

☐ I confirm that there are more than four persons, security agents or  
trustees entitled to the charge

# MR01

## Particulars of a charge

4

### Description

Please give a short description of any land (including buildings), ship, aircraft or intellectual property registered (or required to be registered) in the UK which is subject to this fixed charge or fixed security

#### Continuation page

Please use a continuation page if you need to enter more details

Description

5

### Fixed charge or fixed security

Does the instrument include a fixed charge or fixed security over any tangible or intangible (or in Scotland) corporeal or incorporeal property not described above? Please tick the appropriate box

☒ Yes

☐ No

6

### Floating charge

Is the instrument expressed to contain a floating charge? Please tick the appropriate box

☒ Yes Continue

☐ No Go to **Section 7**

Is the floating charge expressed to cover all the property and undertaking of the company?

☒ Yes

7

### Negative Pledge

Do any of the terms of the charge prohibit or restrict the chargor from creating any further security that will rank equally with or ahead of the charge? Please tick the appropriate box

☒ Yes

☐ No

MR01

Particulars of a charge

8

**Trustee statement ①**

You may tick the box if the company named in Section 1 is acting as trustee of the property or undertaking which is the subject of the charge

☐

① This statement may be filed after the registration of the charge (use form MR06)

9

**Signature**

Please sign the form here

Signature

Signature

X *Wrasa* X

This form must be signed by a person with an interest in the charge

# MR01

## Particulars of a charge

### Presenter information

We will send the certificate to the address entered below. All details given here will be available on the public record. You do not have to show any details here but, if none are given, we will send the certificate to the company's Registered Office address.

Contact name Stephanie Brigham (2093123/CGB/SZB4)

Company name Wragge & Co LLP

Address 55 Colmore Row

Post town Birmingham

County/Region West Midlands

Postcode B 3 2 A S

Country United Kingdom

DX DX 13036 Birmingham 1

Telephone 08709031000

### Certificate

We will send your certificate to the presenter's address if given above or to the company's Registered Office if you have left the presenter's information blank.

### Checklist

**We may return forms completed incorrectly or with information missing.**

**Please make sure you have remembered the following:**

- ☐ The company name and number match the information held on the public Register
- ☐ You have included a certified copy of the instrument with this form
- ☐ You have entered the date on which the charge was created
- ☐ You have shown the names of persons entitled to the charge
- ☐ You have ticked any appropriate boxes in Sections 3, 5, 6, 7 & 8
- ☐ You have given a description in Section 4, if appropriate
- ☐ You have signed the form
- ☐ You have enclosed the correct fee
- ☐ Please do not send the original instrument, it must be a certified copy

### Important information

**Please note that all information on this form will appear on the public record**

### How to pay

**A fee of £13 is payable to Companies House in respect of each mortgage or charge filed on paper**

Make cheques or postal orders payable to 'Companies House'

### Where to send

**You may return this form to any Companies House address. However, for expediency, we advise you to return it to the appropriate address below**

**For companies registered in England and Wales**  
The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ  
DX 33050 Cardiff

**For companies registered in Scotland**  
The Registrar of Companies, Companies House,  
Fourth floor, Edinburgh Quay 2,  
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF  
DX ED235 Edinburgh 1  
or LP - 4 Edinburgh 2 (Legal Post)

**For companies registered in Northern Ireland:**  
The Registrar of Companies, Companies House,  
Second Floor, The Linenhall, 32-38 Linenhall Street,  
Belfast, Northern Ireland, BT2 8BG  
DX 481 N R Belfast 1

### Further information

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

**This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)**



FILE COPY

## CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 5857579

Charge code: 0585 7579 0015

The Registrar of Companies for England and Wales hereby certifies that a charge dated 24th January 2014 and created by KEE SAFETY INTERNATIONAL LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 29th January 2014.

17x

Given at Companies House, Cardiff on 30th January 2014



Companies House



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES

I certify that, save for material redacted pursuant to  
s 859G of the Companies Act 2006, this copy instrument  
is a correct copy of the original instrument.

Signed: Wharfedale & Co LLP Date: 27/01/2014  
24 January 2014

THIS ACCESSION DEED is made on

BETWEEN

- (1) THE COMPANIES SPECIFIED IN SCHEDULE 1 (together the Acceding Companies and each an Acceding Company),
- (2) ENSCO 1017 LIMITED (Holdco), and
- (3) LDC (MANAGERS) LIMITED AS SECURITY TRUSTEE FOR THE BENEFICIARIES (Security Trustee)

#### BACKGROUND

This Accession Deed is supplemental to a composite guarantee and debenture dated 3 December 2013 and made between (1) the Original Companies and (2) the Security Trustee (Debenture)

#### IT IS AGREED

##### 1 DEFINITIONS AND INTERPRETATION

- 1 1 Terms defined in, or construed for the purposes of, the Debenture have the same meanings when used in this Accession Deed including the background to this Accession Deed (unless otherwise defined in this Accession Deed)
- 1 2 Clause 1 (*Definitions and Interpretation*) of the Debenture shall apply with any necessary changes to this Accession Deed as if it were set out in full in this Accession Deed

##### 2 ACCESSION OF THE ACCEDING COMPANY

- 2 1 By its execution of this Accession Deed, each Acceding Company unconditionally and irrevocably undertakes to and agrees with the Security Trustee to observe and be bound by the Debenture as if it had been an original party to the Debenture as one of the Companies
- 2 2 Without prejudice to the generality of Clause 2 1 of this Accession Deed, each Acceding Company (jointly and severally with the other Companies) covenants and guarantees in the terms set out in clause 2 (*Covenant to pay and guarantee*) of the Debenture and with full title guarantee, charges to the Security Trustee (as security trustee for itself and the Beneficiaries) for the payment and/or discharge of the Secured Liabilities, all its property, assets and undertaking on the terms set out in clause 3 (*Charging provisions*) of the Debenture, including
  - 2 2 1 by way of legal mortgage, the property (if any) described in Schedule 2 to this Accession Deed, and
  - 2 2 2 by way of fixed charge, the plant and machinery and other equipment (if any) listed in Schedule 3 to this Accession Deed
- 2 3 Pursuant to clause 19 (*Accession Deed*) of the Debenture, Holdco, for itself and as agent for the existing Companies, consents to the accession of the Acceding Companies to the Debenture on the terms of Clauses 2 1 and 2 2 of this Accession Deed and agrees that the Debenture shall after the date of this Accession Deed be read and construed as if each Acceding Company had been named in the Debenture as a Company
- 2 4 By its execution of this Accession Deed, each Acceding Company expressly and irrevocably appoints Holdco to act on its behalf as its agent in relation to the Debenture and irrevocably authorises Holdco to execute on its behalf any Accession Deed, to make such agreements and to effect the relevant amendments, supplements and variations capable of being given,

made or effected by the Acceding Companies notwithstanding that they may affect the Acceding Companies, without further reference to or the consent of the Acceding Companies and each Acceding Company shall be bound as though that Acceding Company had itself executed or made the agreements or effected the amendments, supplements or variations

**3 INTERPRETATION**

This Accession Deed shall be read as one with the Debenture, so that all references in the Debenture to "*this Debenture*", and similar expressions, shall include references to this Accession Deed

**4 COUNTERPARTS**

This Accession Deed may be executed in any number of counterparts, and this has the same effect as if the signatures (and seals, if any) on the counterparts were on a single copy of this Accession Deed

**5 THIRD PARTY RIGHTS**

Save as provided in clause 20 (*Third party rights*) of the Debenture, a person who is not a party to this Accession Deed shall have no right under the Contracts (Rights of Third Parties) Act 1999 to enforce or enjoy the benefit of any term of this Accession Deed

**6 GOVERNING LAW**

This Accession Deed is governed by English law

**IN WITNESS** of which this Accession Deed has been duly executed by each Acceding Company and Holdco as a deed and duly executed by the Security Trustee and has been delivered on the date written at the beginning of this Accession Deed

**Schedule 1**  
**Acceding Companies**

<b>COMPANY NAME</b>	<b>COMPANY NUMBER</b>
Kee Safety Group Limited	07470886
Kee Safety International Limited	05857579
K I G Limited	03182765
Kee Safety Logistics Limited	03182749
Kee Safety Limited	03182766
Kee Systems Limited	02391277
Tubeclamps Limited	00497622
Easi-Dec Access Systems Limited	01845301
Access Technologies Limited	02879801
Safesite Limited	02609468
Simplified Safety Limited	06903258
KIGH 2004 Limited	05150187
KIGH 2000 Limited	03952999



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**Schedule 2**  
**Registered Land**

**Schedule 3**  
**Plant and Machinery**

EXECUTION

THE ACCEDING COMPANIES

EXECUTED and DELIVERED as a DEED )  
by KEE SAFETY GROUP LIMITED acting )  
by one director in the presence of )

Director

Witness Signature

Witness Name TOM DURRANT

Address

Gateley LLP

One Eleven Edmund Street, Birmingham B3 2HJ  
DX 130 33 Birmingham 1

Occupation Tel 0121 234 0000 Fax 0121 234 0001

SOLICITOR

EXECUTED and DELIVERED as a DEED )  
by KEE SAFETY INTERNATIONAL )  
LIMITED acting by one director in the )  
presence of )

Director

Witness Signature

Witness Name TOM DURRANT

Address

Gateley LLP

One Eleven Edmund Street Birmingham B3 2HJ  
DX 130 33 Birmingham 1

Occupation Tel 0121 234 0000 Fax 0121 234 0001

SOLICITOR

EXECUTED and DELIVERED as a DEED )  
by KIGH 2004 LIMITED acting by one )  
director in the presence of )

Director

Witness Signature

Witness Name TOM DURRANT

Address

Gateley LLP

One Eleven Edmund Street, Birmingham B3 2HJ  
DX 130 33 Birmingham 1

Tel 0121 234 0000 Fax 0121 234 0001

Occupation SOLICITOR

EXECUTED and DELIVERED as a DEED )  
by KIGH 2000 LIMITED acting by one )  
director in the presence of )

Director

Witness Signature

Witness Name TOM DURRANT

Address Gateley LLP

One Eleven Edmund Street Birmingham B3 2HJ  
DX 130 33 Birmingham 1

Tel 0121 234 0000 Fax 0121 234 0001

Occupation SOLICITOR

EXECUTED and DELIVERED as a DEED )  
by K.I.G. LIMITED acting by one director in )  
the presence of )

Director

Witness Signature

Witness Name TOM DURRANT

Address Gateley LLP

One Eleven Edmund Street Birmingham B3 2HJ  
DX 130 33 Birmingham 1

Tel 0121 234 0000 Fax 0121 234 0001

Occupation SOLICITOR

EXECUTED and DELIVERED as a DEED )  
by KEE SAFETY LOGISTICS LIMITED )  
acting by one director in the presence of )

Director

Witness Signature

Witness Name TOM DURRANT

Address Gateley LLP

One Eleven Edmund Street, Birmingham B3 2HJ  
DX 130 33 Birmingham 1

Tel 0121 234 0000 Fax 0121 234 0001

Occupation SOLICITOR

EXECUTED and DELIVERED as a DEED )  
by KEE SAFETY LIMITED acting by one )  
director in the presence of )

Director

Witness Signature

Witness Name TOM DURRANT

Address

Gateley LLP

One Eleven Edmund Street Birmingham B3 2HJ  
DX 130 33 Birmingham 1  
Tel 0121 234 0000 Fax 0121 234 0001

Occupation SOLICITOR

EXECUTED and DELIVERED as a DEED )  
by KEE SYSTEMS LTD acting by one )  
director in the presence of )

Director

Witness Signature

Witness Name TOM DURRANT

Address

Gateley LLP

One Eleven Edmund Street, Birmingham B3 2HJ  
DX 130 33 Birmingham 1  
Tel 0121 234 0000 Fax 0121 234 0001

Occupation SOLICITOR

EXECUTED and DELIVERED as a DEED )  
by TUBECLAMPS LIMITED acting by one )  
director in the presence of )

Director

Witness Signature

Witness Name TOM DURRANT

Address

Gateley LLP

One Eleven Edmund Street Birmingham B3 2HJ  
DX 130 33 Birmingham 1  
Tel 0121 234 0000 Fax 0121 234 0001

Occupation SOLICITOR

EXECUTED and DELIVERED as a DEED )  
by ACCESS TECHNOLOGIES LIMITED )  
acting by one director in the presence of )

Director

Witness Signature

Witness Name TOM DURRANT

Address Gateley LLP  
One Eleven Edmund Street, Birmingham B3 2HJ  
DX 130 33 Birmingham 1  
Tel 0121 234 0000 Fax 0121 234 0001  
Occupation SOLICITOR

EXECUTED and DELIVERED as a DEED )  
by EASI-DEC ACCESS SYSTEMS )  
LIMITED acting by one director in the )  
presence of )

Director

Witness Signature

Witness Name TOM DURRANT

Address Gateley LLP  
One Eleven Edmund Street Birmingham B3 2HJ  
DX 130 33 Birmingham 1  
Tel 0121 234 0000 Fax 0121 234 0001  
Occupation SOLICITOR

EXECUTED and DELIVERED as a DEED )  
by SAFESITE LIMITED acting by one )  
director in the presence of )

Director

Witness Signature

Witness Name TOM DURRANT

Address Gateley LLP  
One Eleven Edmund Street Birmingham B3 2HJ  
DX 130 33 Birmingham 1  
Tel 0121 234 0000 Fax 0121 234 0001  
Occupation SOLICITOR

EXECUTED and DELIVERED as a DEED )  
by SIMPLIFIED SAFETY LIMITED acting by )  
one director in the presence of )

Director

Witness Signature

Witness Name TOM DURRANT

Address

Gateley LLP

One Eleven Edmund Street, Birmingham B3 2HJ

OX 130 33 Birmingham 1

Tel 0121 234 0000 Fax 0121 234 0001

Occupation

SOLICITOR

#### THE PARENT

EXECUTED and DELIVERED as a DEED )  
by ENSCO 1017 LIMITED, for itself and as )  
agent for the Companies, acting by one )  
director in the presence of )

Director

Witness Signature

Witness Name TOM DURRANT

Address

Gateley LLP

One Eleven Edmund Street, Birmingham B3 2HJ

OX 130 33 Birmingham 1

Tel 0121 234 0000 Fax 0121 234 0001

Occupation

SOLICITOR

EXECUTED and DELIVERED as a DEED by ))  
LDC (MANAGERS) LIMITED, acting by ))  
Andrew Lynden as attorney in the ))  
presence of ))

Director

Witness Signature

Witness Name TOM DURRANT

Address

Gateley LLP

One Eleven Edmund Street, Birmingham B3 2HJ

OX 130 33 Birmingham 1

Tel 0121 234 0000 Fax 0121 234 0001

Occupation

SOLICITOR